

 Drohan Lee

Vivian R. Drohan
T: (212) 710-0004
vdrohan@dlkny.com

February 7, 2011



U.S Securities and Exchange Commission
100 F Street N.E
Washington, D.C. 20549
Attn: Darren E. Long, Esq.

Re: **In the matter of ThinkStrategy Capital Management, LLC**
File No. HO-11277

Dear Mr. Long:

This letter responds to the subpoena issued to ThinkStrategy Capital Management LLC ("ThinkStrategy") dated December 9, 2010.

Response to Production Request Number 1 and 2:

Enclosed please find discs containing documents on the ThinkStrategy shared server. These discs contain documents relevant to the request for communications to, from and copying ThinkStrategy.

In addition, please note that the documents bated stamped number 4487 to 4496 were received from Folio Administrators.

Response to Production request Number 3 and 4:

Enclosed please find discs containing documents on the ThinkStrategy shared server. These discs contain documents relevant to the request relating to any managed account, advisory account, or pro forma calculation relating to performance of any ThinkStrategy Capital Fund L.P. or ThinkStrategy Capital Fund, Ltd. At this time there are no further documents for production.

Response to Production Request Number 5:

At this time there are no documents relating to any brokerage account held by Karan Kapur in ThinkStrategy's possession.

Response to production Request Number 6:

At this time there are no documents relating to Smart Trader, or other trading software, activity used to calculate or produce any performance returns for any ThinkStrategy fund.

 Drohan Lee

Securities and Exchange Commission

February 7, 2011

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Please note that I have not bated-stamped the documents produced from the shared server. Many of these documents are likely duplicates of items already provided and we are providing the documents in their native format. In addition, we have redacted all documents falling within attorney/client privilege. I will be providing a privilege log.

Sincerely,



Drohan Lee LLP
By Vivian R. Drohan

cc: Chetan Kapur

004486B

ATTACHMENT : * RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)
? 2 image001.gif
FROM : Mossfon Trust Corporation
TO : Chetan Kapur <chetan.kapur@aimadvgrp.com>
CC : Edison Teano - Mossfon Trust <ETeano@mossfon.com>, Alexandra Kourany - Lawyers
<AKourany@mossfon.com>, Sady Garzón - Legal Assistant <sgarzon@mossfon.com>, Mossfon Trust
Compliance Department <mft-compliance@mossfon.com>
SUBJECT : RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)
FOLDER : \\Public Folders\\All Public Folders\\ThinkStrategy\\Mailbox - Chetan Kapur\\Sync Issues\\Conflicts
DATE = 06/10/2010
TIME = 15:46:50 GMT
GMT_DATE = 06/10/2010
GMT_TIME = 15:46:50 GMT
TEXT01 : Dear Mr. Kapur,

Hope you are doing well.

Just a few lines to ask if you had chance to look over the attached list of vintage shelf companies. We look forward to receiving the company's name of your preference.

We would like to schedule a conference call with you. Therefore, please confirm a convenient time and date for you in order to discuss few things regarding the Due Diligence, and touch base regarding your structure (company and foundation).

We look forward to hearing from you.

Kind regards,

Daniel León

Mossfon Building
54th Street, Marbella
3rd Floor

P.O. Box 0832-0886, W.T.C. Panama
Panama, Republic of Panama
(+507 206-9490 thru 507 206-9499 - Ext 262

7 + 507 263-8972

* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: Mossfon Trust Corporation
Sent: Martes, 08 de Junio de 2010 10:48 a.m.
To: 'chetan.kapur@aimadvgrp.com'
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Mossfon Trust Compliance Department; Lurys Madrid - Compliance
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thank you very much for your comments.

In connection with the shelf companies, attached you will find our list of available readymade companies incorporated in the year 2007 and 2008. Please let us know the name of the company you wish to acquire from the list in order to reserve it accordingly.

Just for your information, the months appearing in the list were written in Spanish, they are as follows:

ENE - JANUARY

ABR â€" APRIL

AGO â€" AUGUST

DIC â€" DECEMBER

We look forward to receiving your instructions.

Kind regards,

Daniel LeÃ³n

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<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Martes, 08 de Junio de 2010 01:50 a.m.
To: Mossfon Trust Corporation
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Mossfon Trust Compliance Department
Subject: Re: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi daniel-

Let me call you on the names, as there seems to be a disconnect on names that I am ideally seeking.
But if nothing else available-- margson commercial would work.

I went over source of funds with alexandra already. It is my savings and earnings over the years from my past work experiences, and my businesses (investment advisory, investment management).

The suit is from one of our numerous investors who was trying to get preferential treatment over other investors in our fof product that has several share classes. This investor is in our levergaed class that is in lender settlement. Our legal as you may have read has taken steps to get the case dismissed and has filed a counterclaim against the investor for making defamatory, false and incorrect statements about the firm. Will keep you posted, but we are confident that our firm and our investors will see a favourable outcome here.

Will call to chat. You should receive the hardcopies shortly. Thanks

From: Mossfon Trust Corporation
To: Chetan Kapur
Cc: Alexandra Kourany - Lawyers ; Edison Teano - Mossfon Trust ; Mossfon Trust Compliance Department ; Lurys Madrid - Compliance
Sent: Mon Jun 07 18:27:30 2010
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

As per your request, we have reserved for you the following shelf companies:

(shelf companies incorporated later than May 2007):

Jurisdiction

Company

Registered on:

PANAMA

MARGSON COMMERCIAL INC.

13-DEC-2007

PANAMA

OPLER COMPANY CONSULTING CORP.

13-DEC-2007

Our best price for the acquisition of any of the above listed companies is US\$6,750.00, as per our previous e-mail dated 3rd, June, 2010.

(shelf companies incorporated in 2008):

Jurisdiction

Company

Registered on:

PANAMA

QUAITRIDGE INTERNATIONAL ASSETS INC.

23-APR-2008

PANAMA

OCEAN ROCK HOLDINGS CORPORATION

11-JUN-2008

Our best price for the acquisition of any of the above listed companies is US\$5,750.00

Kindly take note that the Articles of Incorporation of all our readymade companies allow the entities to issue both, bearer and registered shares.

In connection with the Due Diligence process, we hereby confirm that our Compliance Dept. will not require the additional professional reference letter as previously confirmed by Ms. Alexandra Kourany. However, our Compliance Department, have concluded all the investigations and searches at the internet and they have found on the internet that there was sue against the company ThinkStrategy Capital Management LLC in one of the Courts located in New York. Therefore, we will highly appreciate your confirmation of the

ruling of that case. Kindly note that the information you provide us is just for our internal records, and will be treated with the highest level of confidentiality.

Finally, our compliance department also need to receive confirmation of the origin of the funds to be managed by us or used to pay our invoices. Kindly note this is a standard question we do to all of our clients during the Due diligence process. We thank you very much in advance for your cooperation and patience during this process. We are almost done with the process and ready to move forward once we complete this final step.

We trust you will find this information useful, and look forward to hearing from you.

Kind regards,

Daniel LeÃ³n

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54th Street, Marbella
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<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]

Sent: Viernes, 04 de Junio de 2010 10:05 p.m.

To: Mossfon Trust Corporation

Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady GarzÃ³n - Legal Assistant; Mossfon Trust Compliance Department

Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel â€œ

Looking for a "NAME without Industries, promotion, management etc in it" & then "CORP, INC, LTD" not an "SA". If you have something later than May 07 in 2007 or early 08 this would also work? Are these shelf companies bearer share companies?

Thanks for your assistance on these shelf names.

Best,

Chetan Kapur

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Thursday, June 03, 2010 11:02 AM
To: Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garza'n - Legal Assistant; Mossfon Trust Compliance Department
Subject: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

In connection with the shelf companies, kindly take note that we only have 2 (two) vintage companies incorporated before May, 2007, to wit:

Jurisdiction

Company

Registered on

PANAMA

HOLY STAR S.A.

20-MAR-2007

PANAMA

JACKSTON INDUSTRIES INC.

23-ABR-2007

These companies have been reserved to you until 7th June, 2010.

We have submitted again a request for discount to our high management, and we are pleased to indicate you that our best price to you for the acquisition of one of these entities is US\$6,750.00

In case you do not wish to acquire a vintage company incorporated in 2007, but a company incorporated this year 2010, we shall be able to provide you our list of available companies containing the names of your preference.

We look forward to hearing from you.

Kind regards,

Daniel León

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54th Street, Marbella
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P.O. Box 0832-0886, W.T.C. Panama
Panama, Republic of Panama
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From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Miércoles, 02 de Junio de 2010 07:39 p.m.
To: Mossfon Trust Corporation
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Will look into it.

Please also note that I was referred to your firm by another legal firm.

I am looking to move forward here and think info provided should be sufficient.

Pls provide names of shelf corporation as requested, if others are available?

thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Wednesday, June 02, 2010 3:37 PM
To: Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady GarzÃ³n - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

We confirm safe receipt of your message, the content of which was duly noted.

To replace the additional bank reference letter that our Compliance Dept. is asking, would it possible that you provide us with an additional professional reference letter? We will appreciate your assistance on this matter.

Kind regards,

Daniel LeÃ³n

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54th Street, Marbella
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<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Martes, 01 de Junio de 2010 06:44 p.m.
To: Mossfon Trust Corporation
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady GarzÃ³n - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Will follow with originals, and notary of full passport.

Also explained prior to Alexandra on 2nd bank letter (pls refer to that email). While I have a relation with Bank Vontobel, these will be the first account opening at the bank.

thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Tuesday, June 01, 2010 4:23 PM
To: Chetan Kapur; Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady GarzÃ³n - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

We refer to our most recent exchange of e-mails regarding your interest in the acquisition of a shelf vintage company incorporated in 2007, and the incorporation of a Private Interest Foundation under the name FAMILY AND CHILDREN CHARITABLE FOUNDATION. We have reserved for you the name of the Foundation at the Public Registry of Panama just to avoid that any other Agent in Panama may incorporate a Foundation with this name, while you go through our Due Diligence procedures. We look forward to receiving your final instructions about your requirements in order to touch base on this matter. It is important to receive also all the information needed for the opening of the bank accounts for both entities, as per our message below dated 21st May, 2010.

Regarding your Due Diligence documents, we confirm safe receipt of your facsimile enclosing a copy of your passport and Master Fiduciary Services Agreement duly signed. Kindly take note that we need to receive all the documents in original in order to complete our files in this regard. In other words, we must receive the original Due Diligence Documents which copies were previously provided by you via e-mail such as reference letters, etc, in addition with the following documents:

- Original certified copy of the entire passport (the certified copy must contain the full pages of the passport and in color). The passport may be certified either by a Lawyer as a true copy of its original or authenticated by a Notary Public.
- Additional bank reference letter. We received a copy of the bank reference letter issued from Wachovia, and will appreciate if you can obtain an additional bank reference letter. If you may provide us a original reference letter issued from Bank Vontobel, that would be enough for us.

We thank you for your assistance, and look forward to hearing from you in order to move forward on this matter.

Kind regards,

Daniel León

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<http://www.mossfontrust.com>

From: Mossfon Trust Corporation
Sent: Viernes, 28 de Mayo de 2010 03:14 p.m.
To: 'chetan.kapur@aimadvgrp.com'
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garza - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

We noticed the information you found about shelf companies, and agree with the advantages reflected on the document.

In connection with the disadvantages for acquiring a vintage company indicated in your previous communication (i.e. Pre-existing liability potential, Pre-existing debt issues and Pre-existing business transactions that may lead to future liability) , we confirm that they will not apply as none of our shelf companies have carried out activities or entered into contracts, whatsoever. At the moment we sell a shelf company, we provide to our clients a letter duly signed by the Registered Agent indicating that the company has not carried out business/activities.

In regard with the list of vintage companies previously provided, we apologize for misspelling the month December as DIC, but indeed all these companies were incorporated in December 2007. However, we have two available companies incorporated before May, 2007 which has been reserved to you until 2nd June, 2010, to wit:

Jurisdiction

Company

Registered on:

PANAMA

HOLY STAR S.A.

20-MAR-2007

PANAMA

JACKSTON INDUSTRIES INC.

23-APR-2007

We have submitted a request for discount to our high management and we can offer you one of these shelf companies at US\$7,350.00.

We trust you will find this information helpful and look forward to receiving your further comments/instructions.

Kind regards,

Daniel León

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<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Viernes, 28 de Mayo de 2010 02:01 a.m.
To: Daniel León - Mossfon Trust
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel " Below are the reasons I was thinking of a shelf corporation. Let me know what you think.

Also does DIC mean December, as would prefer companies incorporated prior to May 2007. Do you have any other names? The 3rd name works best from your list. Also the pricing seems significantly steeper " is this the best pricing for these companies?

Please can you also confirm that the disadvantages mentioned below for shelf corporations are not an issue with the companies you are suggesting to me.

Thanks

Shelf and Aged Corporations

Shelf Corporation otherwise known as Aged Corporation

A "Shelf Corporation," also known as an "Aged Corporation" (or "Aged Company" when referring to an LLC, for example) is a corporation that is already formed, but not in use, and ready for "purchase" by a new owner. There are many reasons that people purchase shelf corporations, and there are certain things to look out for when considering one of these "ready made" corporations.

Why should I use or acquire a Shelf Corporation?

Shelf corporations enable new owners to engage into business, credit, or real estate agreements as an established company without having to go through the entire process and waiting time frames of establishing a brand new corporation. Most potential creditors or business resources are hesitant to engage brand new or up-start corporations. By approaching them as an established corporation or company (obviously, the more years the corporation has been in existence, the better), the more likely your company will be taken seriously and this may grant your business more access to credit lines, banking relationships, leases, etc. These banking relationships, agreements, Dun & Bradstreet-type rating systems, etc., should all be considered when looking at potential aged corporations. Additionally, it is of paramount importance that these shelf corporations are acquired from trusted sources that know the intricacies of weeding out those with potential built-in or existing liability.

Once you have properly selected your shelf corporation, it will in turn enable you to establish an immediate history and instant credibility for your company and corporate image. In most instances, you will instantly be able to bid on state contracts (states generally have minimum longevity rules for companies that are allowed to bid on their contracts), obtain lines of credit easier and obtain loans from the Small Business Administration in your state, and attract potential investors more readily with an "established" corporation.

As is mentioned above, it is critically important that the shelf corporation you are considering not have any inherent or lingering liabilities. For the most part, this can be assured by looking into the history of the corporation and ensuring that the extent of its business activities were limited to the application of an Employer Identification Number and maybe the formation of a bank account.

There are some quantifiable exceptions to this rule. There are times when very well established corporations get shelved, for a variety of reasons, and these can be inherently quite valuable due to their tenure or amount of time in existence. These can be carefully scrubbed for liabilities and exposure by qualified entities, and are in high demand, with the demand and their price increasing depending on how long they have been established.

Simply put, if you are buying an aged corporation directly from its owners, there is a fair amount of due diligence involved: you should be concerned if the person or group selling the aged corporation has engaged in any transactions that may produce some type of future liability for the corporation or its stockholders. This may not always be easy to examine, and certainly requires some expert investigation. The best practices approach is to only acquire aged or shelf corporations from reputable providers (or resellers) who have a history of successful transactions in this arena. These providers can be counted upon to provide indemnification to the purchaser (a guarantee against pre-existing debts or liabilities) for the sale, and to conduct all of the due diligence prior to offering the shelf corporation for sale.

Shelf an Aged Corporation Advantages

Saving time by foregoing the time and expense of forming a brand new corporation
Instant access to contract and government contract bidding. Most state require that your company be in business for a specified minimum length of time.
Instance credibility and an appearance of corporate longevity.
More attractive to potential investors and investment capital
Faster and easier access to banking relationships and lines of credit

Shelf and Aged Corporation Disadvantages and Caveats

Pre-existing liability potential
Pre-existing debt issues
Pre-existing business transactions that may lead to future liability

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Wednesday, May 26, 2010 10:35 AM
To: Chetan Kapur
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady GarzÃ³n - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message.

As per your request, we have reserved for you the following Panamanian shelf companies incorporated in 2007 until 28th May, 2010:

Jurisdiction

Company

Registered on

PANAMA

HEATHVILLE INDUSTRIES INC.

03-DIC-2007

PANAMA

GLENHOPE HOLDINGS INC.

27-DIC-2007

PANAMA

ROSSINGTON GROUP CORP.

06- DIC-2007

The acquisition price of any of these companies is US\$7,950.00 due to the reasons explained in our previous communication. In case you decide to acquire any of these vintage companies, please let us know the reasons for acquiring a vintage company rather than a company incorporated this year 2010.

We look forward to receiving your instructions, as well as the other documents/information indicated in your message below.

Kind regards,

Daniel LeÃ³n

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54th Street, Marbella
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<http://www.mossfontrust.com>

From: chetan.kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Lunes, 24 de Mayo de 2010 07:11 p.m.
To: Daniel LeÃ³n - Mossfon Trust
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady GarzÃ³n - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel â€” Can you please provide shelves with incorporation in 2007, and pricing for this. Either way,

would prefer companies with CORP, LTD. Or INC, versus SA.

Am reverting with the other documents requested very shortly, and will send all hardcopy to follow. Thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Monday, May 24, 2010 10:49 AM
To: Chetan Kapur
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady GarzÃ³n - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

We are pleased to confirm that the following companies have been reserved for you until 27 May 2010.

Jurisdiction

Company

Registered on

Period

Type of M&AA

PANAMA

FARRAY CORP.

04-JAN-2010

I

BEARER/REGISTERED SHARES

PANAMA

FIREWAY S.A.

04-JAN-2010

I

BEARER/REGISTERED SHARES

PANAMA

QUADRILL MANAGEMENT S.A.

09-FEB-2010

I

BEARER/REGISTERED SHARES

Kindly take note that the above indicated companies are the oldest available for immediate acquisition incorporated in 2010.

In case you are interested in vintage companies i.e. companies incorporated before 2010, please let us know the year that you are looking for, so that we may provide you with the names of the available shelf companies and corresponding prices.

Just for your information, our fees for the acquisition of a Fully Managed Company are in the amount of US \$3,000.00, which applies for new companies incorporated this year. However, if you need companies incorporated before 2010, the acquisition fee may vary and it depends primarily on company's year of incorporation.

We look forward to receiving your instructions, as well as your comments regarding the additional documents/information that we requested from you as per our previous communication.

Kind regards,

Daniel León

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<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@ts-capital.com]
Sent: Viernes, 21 de Mayo de 2010 05:33 p.m.
To: Daniel LeÃ³n - Mossfon Trust
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel â€œ Pls could you find names without Investments, Finance, Promotion etc in it. Also do you have shelf corporations with a older starting date? thanks

From: Mossfon Trust Corporation [mailto:mitrust@mossfon.com]
Sent: Friday, May 21, 2010 12:30 PM
To: Chetan Kapur
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message.

It was a pleasure for me to attend your conference call of yesterday with Mr. Edison Teano and Mrs. Alexandra Kourany. In order to touch base on what we discussed yesterday, herewith you will find our comments:

Fully Managed Company:

We have reserved for you the following three (3) Panamanian shelf companies with the endings INC., CORP. and S.A. Regrettably, the ending LTD. is restricted in Panama and cannot be used for a Panamanian company.

Name

Incorporation's date

GRINSTEAD TRADING CORP.

9th March, 2010

KENTEL INVESTMENTS S.A.

7th April, 2010

ORCALSON FINANCE INC.

18th March, 2010

Once you let us know the name of your preference, we shall proceed to prepare the correspondent

corporate documents. Just for your information, we will provide our nominee Directors/Officers to the company, and will issue the whole share capital favor of the Foundation that you intend to incorporate.

Fully Managed Foundation:

Since you would like to incorporate your own Foundation rather than acquire a readymade Foundation, we will proceed to verify the availability of FAMILY AND CHILDREN CHARITABLE FOUNDATION to see if it might be used for the incorporation of the Foundation. We shall let you know the name check's result soonest.

Kindly take note that for the Foundation, we will provide our nominee Founder and Foundation Council through corporate entities that we have specifically created for this purposes.

Once the Foundation has been incorporated, and the company has issued its whole share capital in favour of the Foundation, we shall coordinate with you the Preparation of the Regulation. As previously informed, the Regulation is a Private document of the Foundation which outlines the Foundation's assets, as well as the name of the beneficiaries. This document is not registered anywhere, and will not be of public domain.

Opening of a bank account for the Company/Foundation:

We have taken note that you would like to open a bank account for the Company and the Foundation with the Vontobel's bank with the provision of our authorized signatories. In order for us to be able to fill out the bank forms, basically we would need you to confirm in writing the following:

1. Initial deposit amount and how that initial amount is going to be transferred. International transfer, check?
2. How many bank transfer for year, amounts and origins
3. Destiny of the funds and origin of the funds (Source of Funds).
4. Name of the principal clients and providers
5. Purpose of the bank account and the activities of the company/Foundation
6. The use you will give to the company and the Foundation.

Costs for the acquisition/incorporation of the Company and Foundation:

- Our expenses and fees for the provision of a Fully Managed Company is US\$3,000.00
- Our expenses and fees for the provision of a Fully Managed Foundation is US\$5,000.00

We attach a copy of our quotations for your reference. As our Alexandra Kourany informed to you yesterday, please do not transfer the funds until we have received confirmation from our Compliance Department that everything is in order with the Due Diligence documents. We shall indicate you when you may arrange your wire transfer.

We would like to point out that the aforementioned fees include the government's fee and annual fees of

the both entities for this year 2010, fees for drawing up the corporate documents, provision of our nominee Directors, and provision of our authorized signatories of both bank accounts.

Annual Maintenance fees of the Company Foundation:

- The annual maintenance fee of the Company will be US\$2,600.00
- The annual maintenance fee of the Foundation will be US\$4,100.00

Kindly take note that these fees are charged yearly starting from the next year 2011.

Due Diligence documents:

We wish to indicate you that our Compliance Dept. has reviewed all the Due Diligence documents provided, and we shall need to receive the following additional documents in order to complete our files accordingly.

- Curriculum vitae (reflecting information about you (studies, jobs, your profession, your source of funds, etc.).
- Master Fiduciary Services Agreement as per the attached draft duly signed.
- Additional bank reference letter.
- Entire passport (all pages in colors) duly authenticated by a Notary Public as a "true copy of the original"

You may provide to us scanned copies of above listed documents via e-mail to speed up the approval's process with our Compliance Dept. However, we must receive all the DD documents in original by courier.

We hope you will find this information useful, and please do not hesitate to ring again should you have any query on this matter.

Kind regards,

Daniel León

Mosson Building
54th Street, Marbella
3rd Floor

P.O. Box 0832-0886, W.T.C. Panama
Panama, Republic of Panama

(+507 206-9490 thru 507 206-9499 - Ext 262

7 + 507 263-8972

* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Jueves, 20 de Mayo de 2010 06:34 p.m.
To: Daniel LeÃn - Mossfon Trust
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: RE: Fully Managed Company/Foundation -- (1762329/ET/dl)

Hi Daniel â€œ I am confirming receipt of your email below.

On the shelf corporations, do you have names with INC, LTD, CORP and with incorporation dates going further back?

I will send over the attached signed shortly. thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Thursday, May 20, 2010 10:23 AM
To: ckapur3@gmail.com
Cc: Chetan Kapur; Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: FW: Fully Managed Company/Foundation -- (1762329/ET/dl)

Dear Mr. Kapur,

Hope you are doing well.

We refer to our message below regarding our proposal for the acquisition of a Fully Managed Company/Foundation.

Since reservation of the shelf companies provided below will expire tomorrow 21st May, 2010, please let us know whether you would like us to keep these entities reserved for you for three additional working days. We await your instructions.

We shall be more than pleased to assist you.

Kind regards,

Daniel León

Mossfon Building
54th Street, Marbella
3rd Floor

P.O. Box 0832-0886, W.T.C. Panama
Panama, Republic of Panama
(+507 206-9490 thru 507 206-9499 - Ext 262

7 + 507 263-8972

* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: Mossfon Trust Corporation
Sent: Lunes, 17 de Mayo de 2010 02:43 p.m.
To: 'ckapur3@gmail.com'
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: Fully Managed Company/Foundation -- (1762329/ET/dl)

Dear Mr. Kapur,

First of all, we would like to introduce MOSSFON TRUST CORPORATION, which is the Fiduciary arm of the Mossfon Group. We have been requested by our Lawyer Alexandra Kourany in order to communicate with you concerning the acquisition of a Fully Managed Company and Foundation, and open a bank account with Bank Vontobel at Zurich.

Acquisition of a Fully Managed Company and Foundation:

Would you be so kind as to confirm if you would like to incorporate your own company/foundation, or would like to acquire one of our readymade companies/Foundation? In case you decide the latest option, we have reserved for you the following Panamanian companies/Foundations until 21st May, 2010, free of charges:

Shelf Companies:

Name

Incorporation's date

UNIQUE MARKETING S.A.

10th February 2010

TAYBERRY PROMOTION CORP.

10th February 2010

QUADRILL MANAGEMENT S.A.

9th February 2010

Shelf Foundations

Name

Incorporation's date

TALIC UNIVERSAL FOUNDATION

23rd January 2010

PHARELL FOUNDATION

4th January 2010

The Company and the Foundation will have our full nominee services, unless you instruct otherwise, to wit:

- Provision of our Directors/Officers of the company
- Provision of our Foundation Council
- Provision of authorized signatories for the bank account

Structure:

Just for your information this is the structure that we plan to build for you in order you may have a better

overview of it:

cid:image001.png@01CAF5A9.2C14A8B0

As you will notice from the above chart, you will have a Panamanian corporation, which will have a bank account. The Panamanian Foundation will be owner of the company (shares of the Panamanian company will be issued in the name of the Foundation). Inside the Panama Foundation we will prepare for you the Regulations with the information about the beneficiaries.

Opening of a Bank account with Bank Vontobel:

Once we have formed your structure (including the preparation Foundation's Regulation outlining the Assets and Beneficiaries), we may fill out all the bank forms to open the Company's account with the Bank Vontobel, with the provision of our authorized signatories. We already have the bank forms and requirements previously provided by you. However, we will appreciate if you can provide us the following information:

7. Initial deposit amount and how that initial amount is going to be transferred. International transfer, check?
8. How many bank transfer for year, amounts and origins
9. Destiny of the funds and origin of the funds (Source of Funds).
10. Name of the principal clients and providers
11. Purpose of the bank account and the companies activities.
12. The use you will give to the company and the Foundation.

Due Diligence requirements

Our Alexandra Kourany will still be in communication with you in order to complete the DD documents for our Compliance Dept. However, in addition to the DD documents, we would appreciate if you can complete, sign and send to us the attached Master Fiduciary Services Agreement. Thank you for completing the provision of the due diligence documents to us as they are necessary to be completed before we provide you the above structure.

We trust you will find this information helpful, and look forward to receiving your comments.

Kind regards,

Daniel LeÃ³n

Mossfon Building
54th Street, Marbella
3rd Floor

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Panama, Republic of Panama

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<http://www.mossfontrust.com>

MESSAGEID : 5162d69e1c852145bbfd2e8edbb249f7010391e1@dlkny.sbs.dlkny.local
MESSAGEINDEX : 676
ENTRYID : 000000001A447390AA6611CD9BC800AA002FC45A09007F887FD8C7EF6A41B5709E518E5CC6F90000
000759CF00007F887FD8C7EF6A41B5709E518E5CC6F9000000082A150000
DOCID : TSCM_KAPUR0014663
PARENT_DOCID : TSCM_KAPUR0014663
SOURCE : ThinkStrategy Capital Management, LLC
PROD_DATE = 02/07/2011
REQUESTID = 37532
LOADID = 35901
DATELOADED = 02/16/2011

ATTACHMENT : * RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)
 ? 2 image001.gif
 FROM : Mossfon Trust Corporation
 TO : Chetan Kapur <chetan.kapur@aimadvgrp.com>
 CC : Edison Teano - Mossfon Trust <ETeano@mossfon.com>, Alexandra Kourany - Lawyers
 <AKourany@mossfon.com>
 SUBJECT : RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)
 FOLDER : \Public Folders\All Public Folders\ThinkStrategy\Mailbox - Chetan Kapur\Sync Issues\Conflicts
 DATE = 06/28/2010
 TIME = 23:02:46 GMT
 GMT_DATE = 06/28/2010
 GMT_TIME = 23:02:46 GMT
 TEXT01 : Dear Mr. Kapur,

Further to Alexandra's message, we confirm that:

1. STRUCTURE. We have taken note that you would like to acquire the vintage company QUAITRIDGE INTERNATIONAL ASSETS INC. Therefore, we will keep it reserved for you free of charges. Also, once you comply with our Compliance Dept.'s request, please let us know if you need us to incorporate the foundation FAMILY AND CHILDREN CHARITABLE FOUNDATION as per our previous exchange of e-mails (as understand the foundation would be the holding of the shares of the company QUAITRIDGE INTERNATIONAL ASSETS INC.). We look forward to receive your instructions about this.

2. DUE DILIGENCE. In connection with the Due Diligence documents, our Compliance Dept. received a copy of the LIABILITY INSURANCE's certificate of ThinkStrategy and found it in order. On the other hand, in order to complete their files, we highly appreciate that you provide us the following documents/information for our Compliance Dept.:

a. Since you expect to deposit in the Foundation's bank account an amount between US\$6,000,000.00 and US\$7,000,000.00 during the first year, would you please provide us with a statement from your accountants that you have that money, together with your personal annual returns for the last three years. Personal bank statements may also be helpful. Kindly take note that all the information that you provide to us is just for our internal records, and will be treated with the highest level of confidentiality;

b. Legal opinion issued by your US Tax advisor, about the structure that you intend to build.

Our Compliance Dept. is requesting this information as we are a trust entity which by law it is necessary that "we know our client" and that we determine their source of funds. We trust you understand our position.

We look forward to hearing from you.

Saludos,

Edison Teano
 Trust Executive

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54th Street, Marbella
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<http://www.mossfontrust.com>

From: Alexandra Kourany - Lawyers
Sent: viernes, 25 de junio de 2010 02:49 p.m.
To: 'Chetan Kapur'
Cc: Edison Teano - Mossfon Trust; Daniel León - Mossfon Trust
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur:

Thank you very much for your message.

We have received the Liability Insurance copy, Thanks.

Our compliance department is reviewing the documents and they will revert to us shortly.

Kindly note they will also going to confirm the additional information required to start our business relationship.

Thank you very much for your kind cooperation,

Regards,

Saludos/ Kind Regards,

Alexandra Kourany

Lawyer

http://www.mossfon.com/firma/logo_smallMF.gif

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7 +507 263-7327

* HYPERLINK "mailto:%20AKourany@mossfon.com"AKourany@mossfon.com

<http://www.mossfon.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Thursday, June 24, 2010 8:41 PM
To: Alexandra Kourany - Lawyers
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Alexandra -- I have received confirm of the fax sent. I sent over the Certificate of Liability Insurance. thanks

From: Chetan Kapur
Sent: Thursday, June 24, 2010 4:35 PM
To: Alexandra Kourany - Lawyers
Subject: FW: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

PANAMA

QUAITRIDGE INTERNATIONAL ASSETS INC.

23-APR-2008

This is the one I was thinking.

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Monday, June 07, 2010 6:28 PM
To: Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Mossfon Trust Compliance Department; Lurys Madrid - Compliance
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

As per your request, we have reserved for you the following shelf companies:

(shelf companies incorporated later than May 2007):

Jurisdiction

Company

Registered on:

PANAMA

MARGSON COMMERCIAL INC.

13-DEC-2007

PANAMA

OPLER COMPANY CONSULTING CORP.

13-DEC-2007

Our best price for the acquisition of any of the above listed companies is US\$6,750.00, as per our previous e-mail dated 3rd, June, 2010.

(shelf companies incorporated in 2008):

Jurisdiction

Company

Registered on:

PANAMA

QUAITRIDGE INTERNATIONAL ASSETS INC.

23-APR-2008

PANAMA

OCEAN ROCK HOLDINGS CORPORATION

11-JUN-2008

Our best price for the acquisition of any of the above listed companies is US\$5,750.00

Kindly take note that the Articles of Incorporation of all our readymade companies allow the entities to issue both, bearer and registered shares.

In connection with the Due Diligence process, we hereby confirm that our Compliance Dept. will not require the additional professional reference letter as previously confirmed by Ms. Alexandra Kourany. However, our Compliance Department, have concluded all the investigations and searches at the internet and they have found on the internet that there was sue against the company ThinkStrategy Capital Management LLC in one of the Courts located in New York. Therefore, we will highly appreciate your confirmation of the ruling of that case. Kindly note that the information you provide us is just for our internal records, and will be treated with the highest level of confidentiality.

Finally, our compliance department also need to receive confirmation of the origin of the funds to be managed by us or used to pay our invoices. Kindly note this is a standard question we do to all of our clients during the Due diligence process. We thank you very much in advance for your cooperation and patience during this process. We are almost done with the process and ready to move forward once we complete this final step.

We trust you will find this information useful, and look forward to hearing from you.

Kind regards,

Daniel León

Mossfon Building
54th Street, Marbella
3rd Floor

P.O. Box 0832-0886, W.T.C. Panama

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7 + 507 263-8972

* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Viernes, 04 de Junio de 2010 10:05 p.m.
To: Mossfon Trust Corporation
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel –

Looking for a "NAME without Industries, promotion, management etc in it" & then "CORP, INC, LTD – not an SA" . If you have something later than May 07 in 2007 or early 08 – this would also work? Are these shelf companies bearer share companies?

Thanks for your assistance on these shelf names.

Best,

Chetan Kapur

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Thursday, June 03, 2010 11:02 AM
To: Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

In connection with the shelf companies, kindly take note that we only have 2 (two) vintage companies incorporated before May, 2007, to wit:

Jurisdiction

Company

Registered on

PANAMA

HOLY STAR S.A.

20-MAR-2007

PANAMA

JACKSTON INDUSTRIES INC.

23-ABR-2007

These companies have been reserved to you until 7th June, 2010.

We have submitted again a request for discount to our high management, and we are pleased to indicate you that our best price to you for the acquisition of one of these entities is US\$6,750.00

In case you do not wish to acquire a vintage company incorporated in 2007, but a company incorporated this year 2010, we shall be able to provide you our list of available companies containing the names of your preference.

We look forward to hearing from you.

Kind regards,

Daniel León

Mossfon Building
54th Street, Marbella
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<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Miércoles, 02 de Junio de 2010 07:39 p.m.
To: Mossfon Trust Corporation
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Will look into it.

Please also note that I was referred to your firm by another legal firm.

I am looking to move forward here and think info provided should be sufficient.

Pls provide names of shelf corporation as requested, if others are available?

thanks

From: Mossfon Trust Corporation [mailto:mfttrust@mossfon.com]
Sent: Wednesday, June 02, 2010 3:37 PM
To: Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

We confirm safe receipt of your message, the content of which was duly noted.

To replace the additional bank reference letter that our Compliance Dept. is asking, would it possible that you provide us with an additional professional reference letter? We will appreciate your assistance on this

matter.

Kind regards,

Daniel León

Mossfon Building
54th Street, Marbella
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7 + 507 263-8972

* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]

Sent: Martes, 01 de Junio de 2010 06:44 p.m.

To: Mossfon Trust Corporation

Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department

Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Will follow with originals, and notary of full passport.

Also explained prior to Alexandra on 2nd bank letter (pls refer to that email). While I have a relation with Bank Vontobel, these will be the first account opening at the bank.

thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Tuesday, June 01, 2010 4:23 PM
To: Chetan Kapur; Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

We refer to our most recent exchange of e-mails regarding your interest in the acquisition of a shelf vintage company incorporated in 2007, and the incorporation of a Private Interest Foundation under the name FAMILY AND CHILDREN CHARITABLE FOUNDATION. We have reserved for you the name of the Foundation at the Public Registry of Panama just to avoid that any other Agent in Panama may incorporate a Foundation with this name, while you go through our Due Diligence procedures. We look forward to receiving your final instructions about your requirements in order to touch base on this matter. It is important to receive also all the information needed for the opening of the bank accounts for both entities, as per our message below dated 21st May, 2010.

Regarding your Due Diligence documents, we confirm safe receipt of your facsimile enclosing a copy of your passport and Master Fiduciary Services Agreement duly signed. Kindly take note that we need to receive all the documents in original in order to complete our files in this regard. In other words, we must receive the original Due Diligence Documents which copies were previously provided by you via e-mail such as reference letters, etc, in addition with the following documents:

- Original certified copy of the entire passport (the certified copy must contain the full pages of the passport and in color). The passport may be certified either by a Lawyer as "true copy of its original" or authenticated by a Notary Public.
- Additional bank reference letter. We received a copy of the bank reference letter issued from Wachovia, and will appreciate if you can obtain an additional bank reference letter. If you may provide us a original reference letter issued from Bank Vontobel, that would be enough for us.

We thank you for your assistance, and look forward to hearing from you in order to move forward on this matter.

Kind regards,

Daniel León

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54th Street, Marbella
3rd Floor

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7 + 507 263-8972

* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: Mossfon Trust Corporation
Sent: Viernes, 28 de Mayo de 2010 03:14 p.m.
To: 'chetan.kapur@aimadvgrp.com'
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

We noticed the information you found about shelf companies, and agree with the advantages reflected on the document.

In connection with the disadvantages for acquiring a vintage company indicated in your previous communication (i.e. Pre-existing liability potential, Pre-existing debt issues and Pre-existing business transactions that may lead to future liability) , we confirm that they will not apply as none of our shelf companies have carried out activities or entered into contracts, whatsoever. At the moment we sell a shelf company, we provide to our clients a letter duly signed by the Registered Agent indicating that the company has not carried out business/activities.

In regard with the list of vintage companies previously provided, we apologize for misspelling the month December as DIC, but indeed all these companies were incorporated in December 2007. However, we have two available companies incorporated before May, 2007 which has been reserved to you until 2nd June, 2010, to wit:

Jurisdiction

Company

Registered on:

PANAMA

HOLY STAR S.A.

20-MAR-2007

PANAMA

JACKSTON INDUSTRIES INC.

23-APR-2007

We have submitted a request for discount to our high management and we can offer you one of these shelf companies at US\$7,350.00.

We trust you will find this information helpful and look forward to receiving your further comments/instructions.

Kind regards,

Daniel León

Mossfon Building
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* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Viernes, 28 de Mayo de 2010 02:01 a.m.
To: Daniel León - Mossfon Trust
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel – Below are the reasons I was thinking of a shelf corporation. Let me know what you think.

Also does DIC mean December, as would prefer companies incorporated prior to May 2007. Do you have any other names? The 3rd name works best from your list. Also the pricing seems significantly steeper – is this the best pricing for these companies?

Please can you also confirm that the disadvantages mentioned below for shelf corporations are not an issue with the companies you are suggesting to me.

Thanks

Shelf and Aged Corporations

Shelf Corporation otherwise known as Aged Corporation

A "Shelf Corporation," also known as an "Aged Corporation" (or "Aged Company" when referring to an LLC, for example) is a corporation that is already formed, but not in use, and ready for "purchase" by a new owner. There are many reasons that people purchase shelf corporations, and there are certain things to look out for when considering one of these "ready made" corporations.

Why should I use or acquire a Shelf Corporation?

Shelf corporations enable new owners to engage into business, credit, or real estate agreements as an established company without having to go through the entire process and waiting time frames of establishing a brand new corporation. Most potential creditors or business resources are hesitant to engage brand new or up-start corporations. By approaching them as an established corporation or company (obviously, the more years the corporation has been in existence, the better), the more likely your company will be taken seriously and this may grant your business more access to credit lines, banking relationships, leases, etc. These banking relationships, agreements, Dun & Bradstreet-type rating systems, etc., should all be considered when looking at potential aged corporations. Additionally, it is of paramount importance that these shelf corporations are acquired from trusted sources that know the intricacies of weeding out those with potential built-in or existing liability.

Once you have properly selected your shelf corporation, it will in turn enable you to establish an immediate history and instant credibility for your company and corporate image. In most instances, you will instantly be able to bid on state contracts (states generally have minimum longevity rules for companies that are allowed to bid on their contracts), obtain lines of credit easier and obtain loans from the Small Business Administration in your state, and attract potential investors more readily with an "established" corporation.

As is mentioned above, it is critically important that the shelf corporation you are considering not have any inherent or lingering liabilities. For the most part, this can be assured by looking into the history of the corporation and ensuring that the extent of its business activities were limited to the application of an Employer Identification Number and maybe the formation of a bank account.

There are some quantifiable exceptions to this rule. There are times when very well established corporations get shelved, for a variety of reasons, and these can be inherently quite valuable due to their tenure or amount of time in existence. These can be carefully scrubbed for liabilities and exposure by qualified entities, and are in high demand, with the demand and their price increasing depending on how long they have been established.

Simply put, if you are buying an aged corporation directly from its owners, there is a fair amount of due diligence involved: you should be concerned if the person or group selling the aged corporation has engaged in any transactions that may produce some type of future liability for the corporation or its stockholders. This may not always be easy to examine, and certainly requires some expert investigation. The best practices approach is to only acquire aged or shelf corporations from reputable providers (or resellers) who have a history of successful transactions in this arena. These providers can be counted upon to provide indemnification to the purchaser (a guarantee against pre-existing debts or liabilities) for the sale, and to conduct all of the due diligence prior to offering the shelf corporation for sale.

Shelf an Aged Corporation Advantages

Saving time by foregoing the time and expense of forming a brand new corporation
Instant access to contract and government contract bidding. Most state require that your company be in business for a specified minimum length of time.
Instance credibility and an appearance of corporate longevity.
More attractive to potential investors and investment capital
Faster and easier access to banking relationships and lines of credit

Shelf and Aged Corporation Disadvantages and Caveats

Pre-existing liability potential
Pre-existing debt issues
Pre-existing business transactions that may lead to future liability

From: [Mossfon](#) Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Wednesday, May 26, 2010 10:35 AM
To: Chetan Kapur
Cc: Edison Teano - [Mossfon](#) Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message.

As per your request, we have reserved for you the following Panamanian shelf companies incorporated in 2007 until 28th May, 2010:

Jurisdiction

Company

Registered on

PANAMA

HEATHVILLE INDUSTRIES INC.

03-DIC-2007

PANAMA

GLENHOPE HOLDINGS INC.

27-DIC-2007

PANAMA

ROSSINGTON GROUP CORP.

06- DIC-2007

The acquisition price of any of these companies is US\$7,950.00 due to the reasons explained in our previous communication. In case you decide to acquire any of these vintage companies, please let us know the reasons for acquiring a vintage company rather than a company incorporated this year 2010.

We look forward to receiving your instructions, as well as the other documents/information indicated in your message below.

Kind regards,

Daniel León

Mossfon Building
54th Street, Marbella
3rd Floor

P.O. Box 0832-0886, W.T.C. Panama

Panama, Republic of Panama

(+507 206-9490 thru 507 206-9499 - Ext 262

7 + 507 263-8972

* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: chetan.kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Lunes, 24 de Mayo de 2010 07:11 p.m.
To: Daniel León - Mossfon Trust
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel – Can you please provide shelves with incorporation in 2007, and pricing for this. Either way, would prefer companies with CORP, LTD. Or INC, versus SA.

Am reverting with the other documents requested very shortly, and will send all hardcopy to follow. Thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Monday, May 24, 2010 10:49 AM
To: Chetan Kapur
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

We are pleased to confirm that the following companies have been reserved for you until 27 May 2010.

Jurisdiction

Company

Registered on

Period

Type of M&AA

PANAMA

FARRAY CORP.

04-JAN-2010

I

BEARER/REGISTERED SHARES

PANAMA

FIREWAY S.A.

04-JAN-2010

I

BEARER/REGISTERED SHARES

PANAMA

QUADRILL MANAGEMENT S.A.

09-FEB-2010

I

BEARER/REGISTERED SHARES

Kindly take note that the above indicated companies are the oldest available for immediate acquisition incorporated in 2010.

In case you are interested in vintage companies i.e. companies incorporated before 2010, please let us know the year that you are looking for, so that we may provide you with the names of the available shelf companies and corresponding prices.

Just for your information, our fees for the acquisition of a Fully Managed Company are in the amount of US \$3,000.00, which applies for new companies incorporated this year. However, if you need companies incorporated before 2010, the acquisition fee may vary and it depends primarily on company's year of incorporation.

We look forward to receiving your instructions, as well as your comments regarding the additional documents/information that we requested from you as per our previous communication.

Kind regards,

Daniel León

Mossfon Building
54th Street, Marbella
3rd Floor

P.O. Box 0832-0886, W.T.C. Panama
Panama, Republic of Panama
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7 + 507 263-8972

* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@ts-capital.com]
Sent: Viernes, 21 de Mayo de 2010 05:33 p.m.
To: Daniel León - Mossfon Trust
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel – Pls could you find names without Investments, Finance, Promotion etc in it. Also do you have shelf corporations with a older starting date? thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Friday, May 21, 2010 12:30 PM
To: Chetan Kapur
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message.

It was a pleasure for me to attend your conference call of yesterday with Mr. Edison Teano and Mrs. Alexandra Kourany. In order to touch base on what we discussed yesterday, herewith you will find our comments:

Fully Managed Company:

We have reserved for you the following three (3) Panamanian shelf companies with the endings INC.,

CORP. and S.A. Regrettably, the ending LTD. is restricted in Panama and cannot be used for a Panamanian company.

Name

Incorporation's date

GRINSTEAD TRADING CORP.

9th March, 2010

KENTEL INVESTMENTS S.A.

7th April, 2010

ORCALSON FINANCE INC.

18th March, 2010

Once you let us know the name of your preference, we shall proceed to prepare the correspondent corporate documents. Just for your information, we will provide our nominee Directors/Officers to the company, and will issue the whole share capital favor of the Foundation that you intend to incorporate.

Fully Managed Foundation:

Since you would like to incorporate your own Foundation rather than acquire a readymade Foundation, we will proceed to verify the availability of FAMILY AND CHILDREN CHARITABLE FOUNDATION to see if it might be used for the incorporation of the Foundation. We shall let you know the name check's result soonest.

Kindly take note that for the Foundation, we will provide our nominee Founder and Foundation Council through corporate entities that we have specifically created for this purposes.

Once the Foundation has been incorporated, and the company has issued its whole share capital in favour of the Foundation, we shall coordinate with you the Preparation of the Regulation. As previously informed, the Regulation is a Private document of the Foundation which outlines the Foundation's assets, as well as the name of the beneficiaries. This document is not registered anywhere, and will not be of public domain.

Opening of a bank account for the Company/Foundation:

We have taken note that you would like to open a bank account for the Company and the Foundation with the Vontobel's bank with the provision of our authorized signatories. In order for us to be able to fill out the bank forms, basically we would need you to confirm in writing the following:

1. Initial deposit amount and how that initial amount is going to be transferred. International transfer, check?
2. How many bank transfer for year, amounts and origins
3. Destiny of the funds and origin of the funds (Source of Funds).

4. Name of the principal clients and providers
5. Purpose of the bank account and the activities of the company/Foundation
6. The use you will give to the company and the Foundation.

Costs for the acquisition/incorporation of the Company and Foundation:

- Our expenses and fees for the provision of a Fully Managed Company is US\$3,000.00
- Our expenses and fees for the provision of a Fully Managed Foundation is US\$5,000.00

We attach a copy of our quotations for your reference. As our Alexandra Kourany informed to you yesterday, please do not transfer the funds until we have received confirmation from our Compliance Department that everything is in order with the Due Diligence documents. We shall indicate you when you may arrange your wire transfer.

We would like to point out that the aforementioned fees include the government's fee and annual fees of the both entities for this year 2010, fees for drawing up the corporate documents, provision of our nominee Directors, and provision of our authorized signatories of both bank accounts.

Annual Maintenance fees of the Company Foundation:

- The annual maintenance fee of the Company will be US\$2,600.00
- The annual maintenance fee of the Foundation will be US\$4,100.00

Kindly take note that these fees are charged yearly starting from the next year 2011.

Due Diligence documents:

We wish to indicate you that our Compliance Dept. has reviewed all the Due Diligence documents provided, and we shall need to receive the following additional documents in order to complete our files accordingly.

- Curriculum vitae (reflecting information about you (studies, jobs, your profession, your source of funds, etc.).
- Master Fiduciary Services Agreement as per the attached draft duly signed.
- Additional bank reference letter.
- Entire passport (all pages in colors) duly authenticated by a Notary Public as a "true copy of the original"

You may provide to us scanned copies of above listed documents via e-mail to speed up the approval's process with our Compliance Dept. However, we must receive all the DD documents in original by courier.

We hope you will find this information useful, and please do not hesitate to ring again should you have any query on this matter.

Kind regards,

Daniel León

Mossfon Building
54th Street, Marbella
3rd Floor

P.O. Box 0832-0886, W.T.C. Panama
Panama, Republic of Panama
(+507 206-9490 thru 507 206-9499 - Ext 262

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* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Jueves, 20 de Mayo de 2010 06:34 p.m.
To: Daniel León - Mossfon Trust
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: RE: Fully Managed Company/Foundation -- (1762329/ET/dl)

Hi Daniel – I am confirming receipt of your email below.

On the shelf corporations, do you have names with INC, LTD, CORP and with incorporation dates going further back?

I will send over the attached signed shortly. thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]

Sent: Thursday, May 20, 2010 10:23 AM
To: ckapur3@gmail.com
Cc: Chetan Kapur; Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: FW: Fully Managed Company/Foundation -- (1762329/ET/dl)

Dear Mr. Kapur,

Hope you are doing well.

We refer to our message below regarding our proposal for the acquisition of a Fully Managed Company/Foundation.

Since reservation of the shelf companies provided below will expire tomorrow 21st May, 2010, please let us know whether you would like us to keep these entities reserved for you for three additional working days. We await your instructions.

We shall be more than pleased to assist you.

Kind regards,

Daniel León

Mossfon Building
54th Street, Marbella
3rd Floor

P.O. Box 0832-0886, W.T.C. Panama
Panama, Republic of Panama
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* HYPERLINK "mailto:%20Arauz@mossfon.com"Dleon@mossfon.com

<http://www.mossfontrust.com>

From: Mossfon Trust Corporation
Sent: Lunes, 17 de Mayo de 2010 02:43 p.m.
To: 'ckapur3@gmail.com'
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: Fully Managed Company/Foundation -- (1762329/ET/dl)

Dear Mr. Kapur,

First of all, we would like to introduce MOSSFON TRUST CORPORATION, which is the Fiduciary arm of the Mossfon Group. We have been requested by our Lawyer Alexandra Kourany in order to communicate with you concerning the acquisition of a Fully Managed Company and Foundation, and open a bank account with Bank Vontobel at Zurich.

Acquisition of a Fully Managed Company and Foundation:

Would you be so kind as to confirm if you would like to incorporate your own company/foundation, or would like to acquire one of our readymade companies/Foundation? In case you decide the latest option, we have reserved for you the following Panamanian companies/Foundation until 21st May, 2010, free of charges:

Shelf Companies:

Name

Incorporation's date

UNIQUE MARKETING S.A.

10th February 2010

TAYBERRY PROMOTION CORP.

10th February 2010

QUADRILL MANAGEMENT S.A.

9th February 2010

Shelf Foundations

Name

Incorporation's date

TALIC UNIVERSAL FOUNDATION

23rd January 2010

PHARELL FOUNDATION

4th January 2010

The Company and the Foundation will have our full nominee services, unless you instruct otherwise, to wit:

- Provision of our Directors/Officers of the company
- Provision of our Foundation Council
- Provision of authorized signatories for the bank account

Structure:

Just for your information this is the structure that we plan to build for you in order you may have a better overview of it:

cid:image001.png@01CAF5A9.2C14A8B0

As you will notice from the above chart, you will have a Panamanian corporation, which will have a bank account. The Panamanian Foundation will be owner of the company (shares of the Panamanian company will be issued in the name of the Foundation). Inside the Panama Foundation we will prepare for you the Regulations with the information about the beneficiaries.

Opening of a Bank account with Bank Vontobel:

Once we have formed your structure (including the preparation Foundation's Regulation outlining the Assets and Beneficiaries), we may fill out all the bank forms to open the Company's account with the Bank Vontobel, with the provision of our authorized signatories. We already have the bank forms and requirements previously provided by you. However, we will appreciate if you can provide us the following information:

7. Initial deposit amount and how that initial amount is going to be transferred. International transfer, check?
8. How many bank transfer for year, amounts and origins
9. Destiny of the funds and origin of the funds (Source of Funds).
10. Name of the principal clients and providers
11. Purpose of the bank account and the companies activities.

12. The use you will give to the company and the Foundation.

Due Diligence requirements

Our Alexandra Kourany will still be in communication with you in order to complete the DD documents for our Compliance Dept. However, in addition to the DD documents, we would appreciate if you can complete, sign and send to us the attached Master Fiduciary Services Agreement. Thank you for completing the provision of the due diligence documents to us as they are necessary to be completed before we provide you the above structure.

We trust you will find this information helpful, and look forward to receiving your comments.

Kind regards,

Daniel León

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54th Street, Marbella
3rd Floor

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<http://www.mossfontrust.com>

MESSAGEID : 5162d69e1c852145bbfd2e8edbb249f70103934a@dlkny.sbs.dlkny.local
MESSAGEINDEX : 616
ENTRYID : 000000001A447390AA6611CD9BC800AA002FC45A09007F887FD8C7EF6A41B5709E518E5CC6F90000

March 23, 2015 9:53 am

Page 25

000759CF00007F887FD8C7EF6A41B5709E518E5CC6F90000000829D90000
DOCID : TSCM_KAPUR0014597
PARENT_DOCID : TSCM_KAPUR0014597
SOURCE : ThinkStrategy Capital Management, LLC
PROD_DATE = 02/07/2011
REQUESTID = 37532
LOADID = 35901
DATELOADED = 02/16/2011

ATTACHMENT : * RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)
? 2 image002.gif
FROM : Alexandra Kourany - Lawyers
TO : Chetan Kapur <chetan.kapur@aimadvgrp.com>
CC : Edison Teano - Mossfon Trust <ETeano@mossfon.com>
SUBJECT : RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)
FOLDER : \Public Folders\All Public Folders\ThinkStrategy\Mailbox - Chetan Kapur\Sync Issues\Conflicts
DATE = 06/29/2010
TIME = 17:22:38 GMT
GMT_DATE = 06/29/2010
GMT_TIME = 17:22:38 GMT
TEXT01 : Dear Mr. Kapur:

Thank you very for your message and we understand your position.

Taking your comments into consideration, we will highly appreciate if you can send us the Statement of Account of your current bank account as suggested below.

Please confirm if we can talk today 4:00 p.m. Panama time or tomorrow in the morning.

Regards,

Saludos/ Kind Regards,

Alexandra Kourany

Lawyer

Mossfon Building

54th Street, Marbella

P.O. Box 0832-0886, W.T.C. Panama

Panama, Republic of Panama

(+507 205-5888 ext. 252

7 +507 263-7327

* HYPERLINK "mailto:%20AKourany@mossfon.com"AKourany@mossfon.com

<http://www.mossfon.com>

From: Edison Teano - Mossfon Trust
Sent: Tuesday, June 29, 2010 8:09 AM
To: Alexandra Kourany - Lawyers; Lurys Madrid - Compliance
Cc: Daniel León - Mossfon Trust
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Alexandra,

Es bueno lo que propone proporcionar (statement of his current bank account y apertura para conversar con su contador). Que lo mande para revisarlo y pienso que de allí podemos conversar. En todo caso, me avisas la hora que acuerdes llamarlo (ideal después de las 10a.m.).

Saludos,

Edison Teano
Trust Executive

http://www.mossfon.com/firma/logo_smallMFT.gif

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* HYPERLINK "mailto:%20ETeano@mossfon.com"ETeano@mossfon.com

<http://www.mossfontrust.com>

From: Alexandra Kourany - Lawyers
Sent: martes, 29 de junio de 2010 07:56 a.m.
To: Lurys Madrid - Compliance; Edison Teano - Mossfon Trust
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

FYI

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Monday, June 28, 2010 6:37 PM
To: Alexandra Kourany - Lawyers
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Alexandra –

Lets discuss. You are welcome to speak to my accountant that has also provided a strong reference. As mentioned I have never needed a tax attorney. I am happy to provide the statements of the current bank showing assets, and have already detailed in writing the source of funds. I have never been asked for personal tax returns as part of KYC, and this is a very unusual request.

We came to your firm highly referred and have provided you this reference and several others. We have gone through substantial diligence here, and we need to decide on moving forward. Pls call to discuss, as the requests keep coming – and we need to make a decision here or go with another firm referred to us.

thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Monday, June 28, 2010 7:03 PM
To: Chetan Kapur
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Further to Alexandra's message, we confirm that:

1. STRUCTURE. We have taken note that you would like to acquire the vintage company QUAITRIDGE INTERNATIONAL ASSETS INC. Therefore, we will keep it reserved for you free of charges. Also, once you comply with our Compliance Dept.'s request, please let us know if you need us to incorporate the foundation FAMILY AND CHILDREN CHARITABLE FOUNDATION as per our previous exchange of e-mails (as understand the foundation would be the holding of the shares of the company QUAITRIDGE INTERNATIONAL ASSETS INC.). We look forward to receive your instructions about this.

2. DUE DILIGENCE. In connection with the Due Diligence documents, our Compliance Dept. received a copy of the LIABILITY INSURANCE's certificate of ThinkStrategy and found it in order. On the other hand, in order to complete their files, we highly appreciate that you provide us the following documents/information for our Compliance Dept.:

a. Since you expect to deposit in the Foundation's bank account an amount between US\$6,000,000.00 and US\$7,000,000.00 during the first year, would you please provide us with a statement from your accountants that you have that money, together with your personal annual returns for the last three years. Personal bank statements may also be helpful. Kindly take note that all the information that you provide to us is just for our internal records, and will be treated with the highest level of confidentiality;

b. Legal opinion issued by your US Tax advisor, about the structure that you intend to build.

Our Compliance Dept. is requesting this information as we are a trust entity which by law it is necessary that "we know our client" and that we determine their source of funds. We trust you understand our position.

We look forward to hearing from you.

Saludos,

Edison Teano

Trust Executive

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<http://www.mossfontrust.com>

From: Alexandra Kourany - Lawyers
Sent: viernes, 25 de junio de 2010 02:49 p.m.
To: 'Chetan Kapur'
Cc: Edison Teano - Mossfon Trust; Daniel León - Mossfon Trust
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur:

Thank you very much for your message.

We have received the Liability Insurance copy, Thanks.

Our compliance department is reviewing the documents and they will revert to us shortly.

Kindly note they will also going to confirm the additional information required to start our business relationship.

Thank you very much for your kind cooperation,

Regards,

Saludos/ Kind Regards,

Alexandra Kourany

Lawyer

Mossfon Building

54th Street, Marbella

P.O. Box 0832-0886, W.T.C. Panama

Panama, Republic of Panama

(+507 205-5888 ext. 252

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* HYPERLINK "mailto:%20AKourany@mossfon.com"AKourany@mossfon.com

<http://www.mossfon.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]

Sent: Thursday, June 24, 2010 8:41 PM

To: Alexandra Kourany - Lawyers

Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Alexandra – I have received confirm of the fax sent. I sent over the Certificate of Liability Insurance. thanks

From: Chetan Kapur
Sent: Thursday, June 24, 2010 4:35 PM
To: Alexandra Kourany - Lawyers
Subject: FW: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

PANAMA

QUAITRIDGE INTERNATIONAL ASSETS INC.

23-APR-2008

This is the one I was thinking.

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Monday, June 07, 2010 6:28 PM
To: Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Mossfon Trust Compliance Department; Lurys Madrid - Compliance
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

As per your request, we have reserved for you the following shelf companies:

(shelf companies incorporated later than May 2007):

Jurisdiction

Company

Registered on:

PANAMA

MARGSON COMMERCIAL INC.

13-DEC-2007

PANAMA

OPLER COMPANY CONSULTING CORP.

13-DEC-2007

Our best price for the acquisition of any of the above listed companies is US\$6,750.00, as per our previous e-mail dated 3rd, June, 2010.

(shelf companies incorporated in 2008):

Jurisdiction

Company

Registered on:

PANAMA

QUAITRIDGE INTERNATIONAL ASSETS INC.

23-APR-2008

PANAMA

OCEAN ROCK HOLDINGS CORPORATION

11-JUN-2008

Our best price for the acquisition of any of the above listed companies is US\$5,750.00

Kindly take note that the Articles of Incorporation of all our readymade companies allow the entities to issue both, bearer and registered shares.

In connection with the Due Diligence process, we hereby confirm that our Compliance Dept. will not require the additional professional reference letter as previously confirmed by Ms. Alexandra Kourany. However, our Compliance Department, have concluded all the investigations and searches at the internet and they have found on the internet that there was sue against the company ThinkStrategy Capital Management LLC in one of the Courts located in New York. Therefore, we will highly appreciate your confirmation of the ruling of that case. Kindly note that the information you provide us is just for our internal records, and will be treated with the highest level of confidentiality.

Finally, our compliance department also need to receive confirmation of the origin of the funds to be managed by us or used to pay our invoices. Kindly note this is a standard question we do to all of our clients during the Due diligence process. We thank you very much in advance for your cooperation and patience during this process. We are almost done with the process and ready to move forward once we complete this final step.

We trust you will find this information useful, and look forward to hearing from you.

Kind regards,

Daniel León

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<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Viernes, 04 de Junio de 2010 10:05 p.m.
To: Mossfon Trust Corporation
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon
Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel –

Looking for a "NAME without Industries, promotion, management etc in it" & then "CORP, INC, LTD – not an SA" . If you have something later than May 07 in 2007 or early 08 – this would also work? Are these shelf companies bearer share companies?

Thanks for your assistance on these shelf names.

Best,

Chetan Kapur

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Thursday, June 03, 2010 11:02 AM
To: Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

In connection with the shelf companies, kindly take note that we only have 2 (two) vintage companies incorporated before May, 2007, to wit:

Jurisdiction

Company

Registered on

PANAMA

HOLY STAR S.A.

20-MAR-2007

PANAMA

JACKSTON INDUSTRIES INC.

23-ABR-2007

These companies have been reserved to you until 7th June, 2010.

We have submitted again a request for discount to our high management, and we are pleased to indicate you that our best price to you for the acquisition of one of these entities is US\$6,750.00

In case you do not wish to acquire a vintage company incorporated in 2007, but a company incorporated this year 2010, we shall be able to provide you our list of available companies containing the names of your preference.

We look forward to hearing from you.

Kind regards,

Daniel León

http://www.mossfon.com/firma/logo_smallMFT.gif

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<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Miércoles, 02 de Junio de 2010 07:39 p.m.
To: Mossfon Trust Corporation
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Will look into it.

Please also note that I was referred to your firm by another legal firm.

I am looking to move forward here and think info provided should be sufficient.

Pls provide names of shelf corporation as requested, if others are available?

thanks

From: Mossfon Trust Corporation [mailto:mtrust@mossfon.com]
Sent: Wednesday, June 02, 2010 3:37 PM
To: Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

We confirm safe receipt of your message, the content of which was duly noted.

To replace the additional bank reference letter that our Compliance Dept. is asking, would it possible that you provide us with an additional professional reference letter? We will appreciate your assistance on this matter.

Kind regards,

Daniel León

http://www.mossfon.com/firma/logo_smallMFT.gif

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<http://www.mossfontrust.com>

From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Martes, 01 de Junio de 2010 06:44 p.m.
To: Mossfon Trust Corporation
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Will follow with originals, and notary of full passport.

Also explained prior to Alexandra on 2nd bank letter (pls refer to that email). While I have a relation with Bank Vontobel, these will be the first account opening at the bank.

thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Tuesday, June 01, 2010 4:23 PM
To: Chetan Kapur; Chetan Kapur
Cc: Alexandra Kourany - Lawyers; Edison Teano - Mossfon Trust; Sady Garzón - Legal Assistant; Mossfon Trust Compliance Department
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

We refer to our most recent exchange of e-mails regarding your interest in the acquisition of a shelf vintage company incorporated in 2007, and the incorporation of a Private Interest Foundation under the name FAMILY AND CHILDREN CHARITABLE FOUNDATION. We have reserved for you the name of the Foundation at the Public Registry of Panama just to avoid that any other Agent in Panama may incorporate a Foundation with this name, while you go through our Due Diligence procedures. We look forward to receiving your final instructions about your requirements in order to touch base on this matter. It is important to receive also all the information needed for the opening of the bank accounts for both entities, as per our message below dated 21st May, 2010.

Regarding your Due Diligence documents, we confirm safe receipt of your facsimile enclosing a copy of your passport and Master Fiduciary Services Agreement duly signed. Kindly take note that we need to receive all the documents in original in order to complete our files in this regard. In other words, we must receive the original Due Diligence Documents which copies were previously provided by you via e-mail such as reference letters, etc, in addition with the following documents:

- Original certified copy of the entire passport (the certified copy must contain the full pages of the passport and in color). The passport may be certified either by a Lawyer as "true copy of its original" or authenticated by a Notary Public.
- Additional bank reference letter. We received a copy of the bank reference letter issued from Wachovia, and will appreciate if you can obtain an additional bank reference letter. If you may provide us a

original reference letter issued from Bank Vontobel, that would be enough for us.

We thank you for your assistance, and look forward to hearing from you in order to move forward on this matter.

Kind regards,

Daniel León

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From: Mossfon Trust Corporation
Sent: Viernes, 28 de Mayo de 2010 03:14 p.m.
To: 'chetan.kapur@aimadvgrp.com'
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

We noticed the information you found about shelf companies, and agree with the advantages reflected on the document.

In connection with the disadvantages for acquiring a vintage company indicated in your previous communication (i.e. Pre-existing liability potential, Pre-existing debt issues and Pre-existing business transactions that may lead to future liability) , we confirm that they will not apply as none of our shelf companies have carried out activities or entered into contracts, whatsoever. At the moment we sell a shelf company, we provide to our clients a letter duly signed by the Registered Agent indicating that the company has not carried out business/activities.

In regard with the list of vintage companies previously provided, we apologize for misspelling the month December as DIC, but indeed all these companies were incorporated in December 2007. However, we have two available companies incorporated before May, 2007 which has been reserved to you until 2nd June, 2010, to wit:

Jurisdiction

Company

Registered on:

PANAMA

HOLY STAR S.A.

20-MAR-2007

PANAMA

JACKSTON INDUSTRIES INC.

23-APR-2007

We have submitted a request for discount to our high management and we can offer you one of these shelf companies at US\$7,350.00.

We trust you will find this information helpful and look forward to receiving your further comments/instructions.

Kind regards,

Daniel León

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From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Viernes, 28 de Mayo de 2010 02:01 a.m.
To: Daniel León - Mossfon Trust
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel – Below are the reasons I was thinking of a shelf corporation. Let me know what you think.

Also does DIC mean December, as would prefer companies incorporated prior to May 2007. Do you have any other names? The 3rd name works best from your list. Also the pricing seems significantly steeper – is this the best pricing for these companies?

Please can you also confirm that the disadvantages mentioned below for shelf corporations are not an issue with the companies you are suggesting to me.

Thanks

Shelf and Aged Corporations

Shelf Corporation otherwise known as Aged Corporation

A "Shelf Corporation," also known as an "Aged Corporation" (or "Aged Company" when referring to an LLC, for example) is a corporation that is already formed, but not in use, and ready for "purchase" by a new

owner. There are many reasons that people purchase shelf corporations, and there are certain things to look out for when considering one of these "ready made" corporations.

Why should I use or acquire a Shelf Corporation?

Shelf corporations enable new owners to engage into business, credit, or real estate agreements as an established company without having to go through the entire process and waiting time frames of establishing a brand new corporation. Most potential creditors or business resources are hesitant to engage brand new or up-start corporations. By approaching them as an established corporation or company (obviously, the more years the corporation has been in existence, the better), the more likely your company will be taken seriously and this may grant your business more access to credit lines, banking relationships, leases, etc. These banking relationships, agreements, Dun & Bradstreet-type rating systems, etc., should all be considered when looking at potential aged corporations. Additionally, it is of paramount importance that these shelf corporations are acquired from trusted sources that know the intricacies of weeding out those with potential built-in or existing liability.

Once you have properly selected your shelf corporation, it will in turn enable you to establish an immediate history and instant credibility for your company and corporate image. In most instances, you will instantly be able to bid on state contracts (states generally have minimum longevity rules for companies that are allowed to bid on their contracts), obtain lines of credit easier and obtain loans from the Small Business Administration in your state, and attract potential investors more readily with an "established" corporation.

As is mentioned above, it is critically important that the shelf corporation you are considering not have any inherent or lingering liabilities. For the most part, this can be assured by looking into the history of the corporation and ensuring that the extent of its business activities were limited to the application of an Employer Identification Number and maybe the formation of a bank account.

There are some quantifiable exceptions to this rule. There are times when very well established corporations get shelved, for a variety of reasons, and these can be inherently quite valuable due to their tenure or amount of time in existence. These can be carefully scrubbed for liabilities and exposure by qualified entities, and are in high demand, with the demand and their price increasing depending on how long they have been established.

Simply put, if you are buying an aged corporation directly from its owners, there is a fair amount of due diligence involved: you should be concerned if the person or group selling the aged corporation has engaged in any transactions that may produce some type of future liability for the corporation or its stockholders. This may not always be easy to examine, and certainly requires some expert investigation. The best practices approach is to only acquire aged or shelf corporations from reputable providers (or resellers) who have a history of successful transactions in this arena. These providers can be counted upon to provide indemnification to the purchaser (a guarantee against pre-existing debts or liabilities) for the sale, and to conduct all of the due diligence prior to offering the shelf corporation for sale.

Shelf an Aged Corporation Advantages

Saving time by foregoing the time and expense of forming a brand new corporation
Instant access to contract and government contract bidding. Most state require that your company be in business for a specified minimum length of time.
Instance credibility and an appearance of corporate longevity.
More attractive to potential investors and investment capital
Faster and easier access to banking relationships and lines of credit

Shelf and Aged Corporation Disadvantages and Caveats

Pre-existing liability potential
Pre-existing debt issues
Pre-existing business transactions that may lead to future liability

From: Mossfon Trust Corporation [mailto:mitrust@mossfon.com]
Sent: Wednesday, May 26, 2010 10:35 AM
To: Chetan Kapur
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message.

As per your request, we have reserved for you the following Panamanian shelf companies incorporated in 2007 until 28th May, 2010:

Jurisdiction
Company
Registered on
PANAMA
HEATHVILLE INDUSTRIES INC.
03-DIC-2007
PANAMA
GLENHOPE HOLDINGS INC.
27-DIC-2007
PANAMA
ROSSINGTON GROUP CORP.
06- DIC-2007

The acquisition price of any of these companies is US\$7,950.00 due to the reasons explained in our previous communication. In case you decide to acquire any of these vintage companies, please let us know the reasons for acquiring a vintage company rather than a company incorporated this year 2010.

We look forward to receiving your instructions, as well as the other documents/information indicated in your message below.

Kind regards,

Daniel León

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<http://www.mossfontrust.com>

From: chetan.kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Lunes, 24 de Mayo de 2010 07:11 p.m.
To: Daniel León - Mossfon Trust
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel – Can you please provide shelves with incorporation in 2007, and pricing for this. Either way, would prefer companies with CORP, LTD. Or INC, versus SA.

Am reverting with the other documents requested very shortly, and will send all hardcopy to follow. Thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Monday, May 24, 2010 10:49 AM
To: Chetan Kapur
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers; Sady Garzón - Legal Assistant
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message below.

We are pleased to confirm that the following companies have been reserved for you until 27 May 2010.

Jurisdiction

Company

Registered on

Period

Type of M&AA

PANAMA

FARRAY CORP.

04-JAN-2010

I

BEARER/REGISTERED SHARES

PANAMA

FIREWAY S.A.

04-JAN-2010

I

BEARER/REGISTERED SHARES

PANAMA

QUADRILL MANAGEMENT S.A.

09-FEB-2010

I

BEARER/REGISTERED SHARES

Kindly take note that the above indicated companies are the oldest available for immediate acquisition incorporated in 2010.

In case you are interested in vintage companies i.e. companies incorporated before 2010, please let us know the year that you are looking for, so that we may provide you with the names of the available shelf companies and corresponding prices.

Just for your information, our fees for the acquisition of a Fully Managed Company are in the amount of US \$3,000.00, which applies for new companies incorporated this year. However, if you need companies

incorporated before 2010, the acquisition fee may vary and it depends primarily on company's year of incorporation.

We look forward to receiving your instructions, as well as your comments regarding the additional documents/information that we requested from you as per our previous communication.

Kind regards,

Daniel León

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From: Chetan Kapur [mailto:chetan.kapur@ts-capital.com]
Sent: Viernes, 21 de Mayo de 2010 05:33 p.m.
To: Daniel León - Mossfon Trust
Subject: RE: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Hi Daniel – Pls could you find names without Investments, Finance, Promotion etc in it. Also do you have shelf corporations with a older starting date? thanks

From: Mossfon Trust Corporation [mailto:mtrust@mossfon.com]
Sent: Friday, May 21, 2010 12:30 PM
To: Chetan Kapur
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: Fully Managed Company/Foundation -- (1762329/1764521/ET/dl)

Dear Mr. Kapur,

Thanks for your message.

It was a pleasure for me to attend your conference call of yesterday with Mr. Edison Teano and Mrs. Alexandra Kourany. In order to touch base on what we discussed yesterday, herewith you will find our comments:

Fully Managed Company:

We have reserved for you the following three (3) Panamanian shelf companies with the endings INC., CORP. and S.A. Regrettably, the ending LTD. is restricted in Panama and cannot be used for a Panamanian company.

Name

Incorporation's date

GRINSTEAD TRADING CORP.

9th March, 2010

KENTEL INVESTMENTS S.A.

7th April, 2010

ORCALSON FINANCE INC.

18th March, 2010

Once you let us know the name of your preference, we shall proceed to prepare the correspondent corporate documents. Just for your information, we will provide our nominee Directors/Officers to the company, and will issue the whole share capital favor of the Foundation that you intend to incorporate.

Fully Managed Foundation:

Since you would like to incorporate your own Foundation rather than acquire a readymade Foundation, we will proceed to verify the availability of FAMILY AND CHILDREN CHARITABLE FOUNDATION to see if it might be used for the incorporation of the Foundation. We shall let you know the name check's result soonest.

Kindly take note that for the Foundation, we will provide our nominee Founder and Foundation Council through corporate entities that we have specifically created for this purposes.

Once the Foundation has been incorporated, and the company has issued its whole share capital in favour of the Foundation, we shall coordinate with you the Preparation of the Regulation. As previously informed, the Regulation is a Private document of the Foundation which outlines the Foundation's assets, as well as the name of the beneficiaries. This document is not registered anywhere, and will not be of public domain.

Opening of a bank account for the Company/Foundation:

We have taken note that you would like to open a bank account for the Company and the Foundation with the Vontobel's bank with the provision of our authorized signatories. In order for us to be able to fill out the bank forms, basically we would need you to confirm in writing the following:

1. Initial deposit amount and how that initial amount is going to be transferred. International transfer, check?
2. How many bank transfer for year, amounts and origins
3. Destiny of the funds and origin of the funds (Source of Funds).
4. Name of the principal clients and providers
5. Purpose of the bank account and the activities of the company/Foundation
6. The use you will give to the company and the Foundation.

Costs for the acquisition/incorporation of the Company and Foundation:

- Our expenses and fees for the provision of a Fully Managed Company is US\$3,000.00
- Our expenses and fees for the provision of a Fully Managed Foundation is US\$5,000.00

We attach a copy of our quotations for your reference. As our Alexandra Kourany informed to you yesterday, please do not transfer the funds until we have received confirmation from our Compliance Department that everything is in order with the Due Diligence documents. We shall indicate you when you may arrange your wire transfer.

We would like to point out that the aforementioned fees include the government's fee and annual fees of the both entities for this year 2010, fees for drawing up the corporate documents, provision of our nominee Directors, and provision of our authorized signatories of both bank accounts.

Annual Maintenance fees of the Company Foundation:

- The annual maintenance fee of the Company will be US\$2,600.00
- The annual maintenance fee of the Foundation will be US\$4,100.00

Kindly take note that these fees are charged yearly starting from the next year 2011.

Due Diligence documents:

We wish to indicate you that our Compliance Dept. has reviewed all the Due Diligence documents provided, and we shall need to receive the following additional documents in order to complete our files accordingly.

- Curriculum vitae (reflecting information about you (studies, jobs, your profession, your source of funds, etc.).
- Master Fiduciary Services Agreement as per the attached draft duly signed.
- Additional bank reference letter.
- Entire passport (all pages in colors) duly authenticated by a Notary Public as a "true copy of the original"

You may provide to us scanned copies of above listed documents via e-mail to speed up the approval's process with our Compliance Dept. However, we must receive all the DD documents in original by courier.

We hope you will find this information useful, and please do not hesitate to ring again should you have any query on this matter.

Kind regards,

Daniel León

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From: Chetan Kapur [mailto:chetan.kapur@aimadvgrp.com]
Sent: Jueves, 20 de Mayo de 2010 06:34 p.m.
To: Daniel León - Mossfon Trust
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: RE: Fully Managed Company/Foundation -- (1762329/ET/dl)

Hi Daniel – I am confirming receipt of your email below.

On the shelf corporations, do you have names with INC, LTD, CORP and with incorporation dates going further back?

I will send over the attached signed shortly. thanks

From: Mossfon Trust Corporation [mailto:mftrust@mossfon.com]
Sent: Thursday, May 20, 2010 10:23 AM
To: ckapur3@gmail.com
Cc: Chetan Kapur; Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: FW: Fully Managed Company/Foundation -- (1762329/ET/dl)

Dear Mr. Kapur,

Hope you are doing well.

We refer to our message below regarding our proposal for the acquisition of a Fully Managed Company/Foundation.

Since reservation of the shelf companies provided below will expire tomorrow 21st May, 2010, please let us know whether you would like us to keep these entities reserved for you for three additional working days. We await your instructions.

We shall be more than pleased to assist you.

Kind regards,

Daniel León

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<http://www.mossfontrust.com>

From: Mossfon Trust Corporation
Sent: Lunes, 17 de Mayo de 2010 02:43 p.m.
To: 'ckapur3@gmail.com'
Cc: Edison Teano - Mossfon Trust; Alexandra Kourany - Lawyers
Subject: Fully Managed Company/Foundation -- (1762329/ET/dl)

Dear Mr. Kapur,

First of all, we would like to introduce MOSSFON TRUST CORPORATION, which is the Fiduciary arm of the Mossfon Group. We have been requested by our Lawyer Alexandra Kourany in order to communicate with you concerning the acquisition of a Fully Managed Company and Foundation, and open a bank account with Bank Vontobel at Zurich.

Acquisition of a Fully Managed Company and Foundation:

Would you be so kind as to confirm if you would like to incorporate your own company/foundation, or would like to acquire one of our readymade companies/Foundation? In case you decide the latest option, we have reserved for you the following Panamanian companies/Foundation until 21st May, 2010, free of charges:

Shelf Companies:

Name

Incorporation's date

UNIQUE MARKETING S.A.

10th February 2010

TAYBERRY PROMOTION CORP.

10th February 2010

QUADRILL MANAGEMENT S.A.

9th February 2010

Shelf Foundations

Name

Incorporation's date

TALIC UNIVERSAL FOUNDATION

23rd January 2010

PHARELL FOUNDATION

4th January 2010

The Company and the Foundation will have our full nominee services, unless you instruct otherwise, to wit:

- Provision of our Directors/Officers of the company
- Provision of our Foundation Council
- Provision of authorized signatories for the bank account

Structure:

Just for your information this is the structure that we plan to build for you in order you may have a better overview of it:

cid:image001.png@01CAF5A9.2C14A8B0

As you will notice from the above chart, you will have a Panamanian corporation, which will have a bank account. The Panamanian Foundation will be owner of the company (shares of the Panamanian company will be issued in the name of the Foundation). Inside the Panama Foundation we will prepare for you the Regulations with the information about the beneficiaries.

Opening of a Bank account with Bank Vontobel:

Once we have formed your structure (including the preparation Foundation's Regulation outlining the Assets and Beneficiaries), we may fill out all the bank forms to open the Company's account with the Bank Vontobel, with the provision of our authorized signatories. We already have the bank forms and requirements previously provided by you. However, we will appreciate if you can provide us the following information:

7. Initial deposit amount and how that initial amount is going to be transferred. International transfer, check?
8. How many bank transfer for year, amounts and origins
9. Destiny of the funds and origin of the funds (Source of Funds).
10. Name of the principal clients and providers
11. Purpose of the bank account and the companies activities.
12. The use you will give to the company and the Foundation.

Due Diligence requirements

Our Alexandra Kourany will still be in communication with you in order to complete the DD documents for our Compliance Dept. However, in addition to the DD documents, we would appreciate if you can complete, sign and send to us the attached Master Fiduciary Services Agreement. Thank you for completing the provision of the due diligence documents to us as they are necessary to be completed before we provide you the above structure.

We trust you will find this information helpful, and look forward to receiving your comments.

Kind regards,

Daniel León

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DOCID : TSCM_KAPUR0014574
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SOURCE : ThinkStrategy Capital Management, LLC
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